

Dean H. Anderson  
Donald H. Burgett  
Donald M. Spilseth

V.W. Lundquist, Retired

**ANDERSON**  
**BURGETT &**  
**SPILSETH**  
ATTORNEYS AT LAW

Office Locations

416 SW Sixth Street  
P.O. Box 306  
Willmar, MN 56201  
Telephone (612) 235-3171  
Telecopier (612) 235-5378

Farmers State Bank Building  
New London, MN 56273  
Telephone (612) 354-2011  
Telecopier (612) 354-2017

Reply To: Willmar Office

RECORDATION NO. **18041** FILED 1425

**2-349A001**

December 8, 1992

DEC 14 1992 8:55 AM

**CERTIFIED MAIL**  
**RETURN RECEIPT REQUESTED**

INTERSTATE COMMERCE COMMISSION

Office of the Secretary  
Interstate Commerce Commission, Room 2303  
12th Street and Constitution Avenue NW  
Washington, D.C. 20423

DEC 14 8 46 AM '92  
NOTED & FILED UNIT

Re: Security and Bill of Sale Given by Wilson Railway  
Corp. in favor of K.A. Keller, R.E. Miller,  
J.R. Martin, E. Beck, J. Mikulsky and M.L.S. Corp.

Dear Secretary:

Enclosed are two photocopies of the Bill of Sale between the above dated October 11, 1990, which is to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code. The names and address of the parties to the document are as follows:

*Keller*

Wilson Railway Corp.  
901 Thomas Beck Road  
P.O. Box 697  
Des Moines, IA 50303

*Buyer*

K.A. Keller  
241 East Chestnut Street  
Cleona, PA 17042

*Buyer*

R.E. Miller, J.R. Martin  
E. Beck, J. Mikulsky  
and M.L.S. Corp.  
P.O. Box 308  
Atwater, MN 56209

Interstate Commerce Commission

Page 2

December 8, 1992

A description of the equipment covered by the Bill of Sale follows:

Unit #115, GP-7, 1500 HP, 120 Ton, EMD Locomotive, Builders #6323-6

Unit #121, GP-7, 1500 HP, 120 Ton, EMD Locomotive, Builders #5150-2

This firm's check in the amount of \$16.00 for the fee is enclosed. Please return one photocopy of the Bill of Sale with your filing information affixed thereto to the undersigned at the firm's mailing address of P.O. Box 306, Willmar, Minnesota 56201.

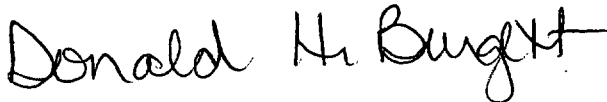
A short summary of the document to appear in the index follows:

A Bill of Sale covering locomotive equipment identified as two locomotives, type GP-7, EMD 1500 HP with the purchasers being K.A. Keller, R.E. Miller, J.R. Martin, E. Beck, J. Mikulsky and M.L.S. Corp and the seller being Wilson Railway Corp.

Your prompt attention to this is appreciated. If you have any questions, please contact me immediately.

Sincerely,

ANDERSON, BURGETT & SPILSETH



Donald H. Burgett

DHB:nb

Enclosures

**Interstate Commerce Commission**

**Washington, D.C. 20423**

12/14/92

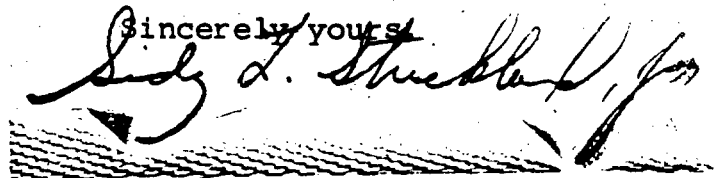
**OFFICE OF THE SECRETARY**

Donald H. Burgett  
Anderson Burgett & Spilseth  
P.O.Box 306  
Willmar, MN. 56201

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/14/92 at 8:55am , and assigned re-recording number(s). 18041

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

BILL OF SALE

DEC 14 1992 4 55 AM

INTERSTATE COMMERCE COMMISSION

This Bill of Sale dated this 11th day of October, 1990 from WILSON RAILWAY CORP., an Iowa corporation with its principal place of business at 901 Thomas Beck Road, Des Moines, Iowa 50315 ("Seller") to K. A. Keller, R. E. Miller, J. R. Martin, E. Beck, J. Mikulsky and M.L.S. Corp. ("Buyers").

Seller, in consideration of the payment to Seller by Buyers of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby sell, assign, transfer and convey to Buyers and its successors and assigns, all right, title and interest in and to the property described (the "Property") as follows:

Unit #115, GP-7, 1500 HP, 120 Ton, EMD Locomotive, Builder's #6323-6  
Unit #121, GP-7, 1500 HP, 120 Ton, EMD Locomotive, Builder's #5150-2

Seller represents and warrants that it is the owner of all right, title and interest in and to the Property and has the right, power and authority to sell, assign, transfer and convey all right, title and interest in and to the Property; that the Property is free and clear of all security interests, liens and encumbrances; and that it will warrant and defend the right, title and interest to the Property against the lawful claims of all persons whomsoever.

THE PROPERTY IS SOLD, ASSIGNED, TRANSFERRED AND CONVEYED TO BUYERS IN "AS IS, WHERE IS" CONDITION AND SELLER MAKES NO EXPRESS OR IMPLIED REPRESENTATION OR WARRANTY AS TO THE CONDITION, OPERABILITY, MERCHANTABILITY, FITNESS FOR ANY PARTICULAR PURPOSE OR ANY OTHER ASPECT OF THE PROPERTY, EXCEPT WITH RESPECT TO TITLE TO THE PROPERTY AS PROVIDED ABOVE, AND SELLER HEREBY DISCLAIMS ANY AND ALL OTHER EXPRESS OR IMPLIED REPRESENTATIONS OR WARRANTIES REGARDING THE PROPERTY, INCLUDING, BUT NOT LIMITED TO, ANY IMPLIED WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE, AND NO SUCH REPRESENTATION OR WARRANTY HAS BEEN OR WILL BECOME A BASIS OF THE BARGAIN BETWEEN THE PARTIES, NOR HAS BEEN OR WILL BE RELIED UPON BY BUYERS.

IN WITNESS WHEREOF, Seller has executed this Bill of Sale as of the day and year first above written.

WILSON RAILWAY CORP.

By

  
Douglas A. Wilson, President

STATE OF MINNESOTA           )  
  ) ss.  
COUNTY OF KANDIYOHI       )

AFFIDAVIT

Donald H. Burgett, being first duly sworn under oath, states as follows, to-wit:

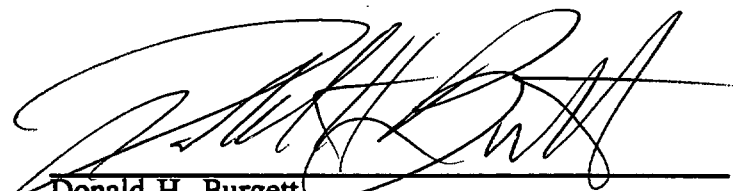
1. I am an attorney-at-law licensed to practice in the state of Minnesota.
2. I am the attorney for K.A. Keller, R.E. Miller, J.R. Martin, E. Beck, J. Mikulsky and M.L.S. Corp.

3. The attached Bill of Sale copy dated October 11, 1990 from Wilson Railway Corp., an Iowa corporation, as seller, covering the following:


Unit #115, GP-7, 1500 HP, 120 ton, EMD Locomotive, Builder's #6323-6; and  
Unit #121, GP-7, 1500 HP, 120 ton, EMD Locomotive, Builder's #5150-2

being sold to K.A. Keller, R.E. Miller, J.R. Martin, E. Beck, J. Mikulsky and M.L.S. Corp., buyers is identical to the original received from the seller.

FURTHER AFFIANT SAITH NOT, save and except that this Affidavit is given to verify that the attached copy is identical to the original Bill of Sale, which I have personally examined.

  
Donald H. Burgett

Subscribed and sworn to before me  
this eighth day of December, 1992.

  
Notary Public

